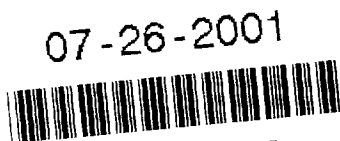


R



HEET

JUL 19

Our Ref: 46411-0992

101788469

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

☒ New☐ Resubmission (Non-Recordation)

Document ID # _____

☐ Correction of PTO Error

Reel # _____ Frame # _____

☐ Corrective Document

Reel # _____ Frame # _____

Conveyance Type

☐ Assignment☐ License☐ Security Agreement ☐ Nunc Pro Tunc Assignment☐ Merger☒ Change of Name☐ Other _____Execution Date
Month Day Year
February 15, 2001Effective Date
Month Day Year
March 1, 2001

Conveying Party

☐ Mark if additional names of conveying parties attachedName UDV North America, Inc.

Formerly _____

☐ Individual☐ General Partnership☐ Limited Partnership☒ Corporation☐ Association☐ Other _____☒ Citizenship/State of Incorporation/Organization Connecticut

Receiving Party

☐ Mark if additional names of receiving parties attachedName Guinness UDV North America, Inc.

DBA/KA/TA _____

Composed of _____

Address (line 1) 6 Landmark SquareAddress (line 2) Stamford, Connecticut 06901

Address (line 3) _____

☐ Individual☐ General Partnership☐ Limited Partnership☒ Corporation☐ Association☐ Other _____Citizenship/State of Incorporation/Organization Connecticut

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached.

07/25/2001 LNUELLER 00000160 76099833

01 FC:481
02 FC:48240.00 DP
75.00 DP

FOR OFFICE USE ONLY

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 200231TRADEMARK
REEL: 002334 FRAME: 0084

OMB 0651-0027

Domestic Representative Name and Address Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

Address (line 4) _____

Correspondent Name and AddressArea Code and Telephone Number (202) 467-7795Name MORGAN, LEWIS & BOCKIUS LLPAddress (line 1) Attn: TMSUAddress (line 2) 1800 M Street, N.W.Address (line 3) Washington, DC 20036Pages Enter the total number of pages of the attached conveyance document
including any attachments.# 1**Trademark Application Number(s) or Registration Number(s)**

____ Mark if additional numbers are attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).**Trademark Application Number(s)****Registration Number(s)**76/099,833
76/100,035
76/113,222

1,913,670

Number of Properties Enter the total number of properties involved. # 4**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 115.00Method of Payment: Enclosed X

Deposit Account _____

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: 13-4520Authorization to charge additional fees: Yes X No _____**Statement and Signature***To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.*Barbara A. Friedman

Name of Person Signing

Barbara A. Friedman

Signature

July 19, 2001

Date Signed

FILED 02/16/2001 10:15 AM PAGE 0151
SECRETARY OF THE STATE
CONNECTICUT SECRETARY OF THE STATE

**CERTIFICATE AMENDING
THE
CERTIFICATE OF INCORPORATION
OF
UDV NORTH AMERICA, INC.**

The undersigned officer of UDV North America, Inc. a Connecticut corporation (the "Corporation"), hereby certifies that:

- (1) The name of the Corporation is UDV North America, Inc.
- (2) The Certificate of Incorporation of the Corporation is hereby amended in accordance with the following resolution:

RESOLVED, That effective March 1, 2001, the Article First of the Certificate of Incorporation of the Company be amended to read in its entirety as follows:

"The name of the Corporation (which is hereinafter referred to as the "Company") is Guinness UDV North America, Inc.

- (3) The resolution set forth above was approved by the sole shareholder of the Corporation pursuant to Section 33-698 of the Connecticut General Statutes on February 15, 2001. No shares are required to be voted as a class. The total number of shares entitled to vote on the amendment was as follows:

Total Number of Shares Voted: 1,000

Vote Favoring Adoption: 1,000

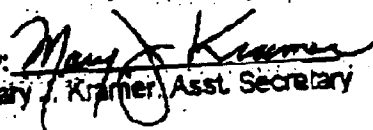
- (4) The Board of Directors further approved the amendment to the Certificate of Incorporation pursuant to Section 33-749 of the Connecticut General Statutes on February 15, 2001 by passing the following resolution:

RESOLVED, That effective March 1, 2001, the Article First of the Certificate of Incorporation of the Corporation be amended to read in its entirety as follows:

"The name of the Corporation (which is hereinafter referred to as the "Company") is Guinness UDV North America, Inc.

- (5) Pursuant to the resolutions of amendment, this Certificate of Amendment shall become effective at 12:00 a.m. on March 1, 2001.
- (6) Dated this 15th Day of February 2001.

UDV NORTH AMERICA, INC.

By: 
Mary J. Kramer, Asst. Secretary

C:\Data\MS Word\namechange\GUDV1.doc